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IN THE UNITED STATES DISTRICT COURT
DISTRICT OF UTAH, CENTRAL DISTRICT

THE COLOR RUN, LLC, a Utah limited liability company; and TCR IP Holdings, LLC, a Utah limited liability company, Plaintiffs, v. COLOR FUN FEST, LLC, a Texas limited liability company, Defendant.	**COMPLAINT AND JURY DEMAND** Case No. 2:17-cv-00467-EJF Magistrate Judge Evelyn J. Furse

Plaintiffs The Color Run, LLC and TCR IP Holdings, LLC (collectively, "The Color Run"), by and through counsel, complain against Color Fun Fest, LLC ("Color Fun Fest") and for their causes of action allege as follows:

NATURE OF THE CASE

1. This case arises from Color Fun Fest's attempt to trade off on the hard-earned goodwill of The Color Run and its extensive family of COLOR and COLOR-formative marks. The Color Run is a wildly popular running-event brand known for holding light-hearted, high-energy races events in which thousands of participants wear white t-shirts and are showered with

different colors of cornstarch paint at each kilometer mark. The Color Run originated the concept of paint races and is known for providing high-quality events and products. The Color Run's events and products have received national attention from media outlets and are well known throughout the country. Color Fun Fest could have chosen virtually any name for its competing and remarkably similar paint race events. Instead, it chose to brand its events and products with the COLOR FUN FEST mark, COLOR FUN FEST 5K mark, and other "color"-formative marks in a transparent attempt to trade off on The Color Run's good will and distinctive brand.

2. Color Fun Fest's use of the COLOR FUN FEST and other "color" - formative marks in connection with nearly identical products and services as those sold by The Color Run is likely to cause confusion and mistake and/or to deceive as to the source, origin, and/or association of its products and services. In particular, consumers could easily believe that Color Fun Fest's events and products are The Color Run's events and products, that The Color Run has consented to Color Fun Fest's use of its infringing trademarks, or that Color Fun Fest is otherwise affiliated with The Color Run.

3. For these reasons, and as explained further below, The Color Run seeks permanent injunctive relief to stop Color Fun Fest's blatantly infringing activity, as well as monetary damages, to compensate The Color Run for the harm it has suffered, is suffering, and will continue to suffer as a result of Color Fun Fest's infringement.

PARTIES, JURISDICTION, AND VENUE

4. Plaintiff The Color Run, LLC is a Utah limited liability with its principal place of business located at 1957 South 400 West, Salt Lake City, Utah 84104.

5. Plaintiff TCR IP Holdings, LLC is a Utah limited liability company with its principal place of business located at 1957 South 400 West, Salt Lake City, Utah 84104.

6. On information and belief, Color Fun Fest is a Texas limited liability company with its principal place of business located at 222 Municipal Dr., Suite 138, Richardson, Texas 75080.

7. This Court has subject-matter jurisdiction over this action pursuant to 25 U.S.C. § 1331 because a federal question exists, and pursuant to 28 U.S.C. § 1338 because this action arises under 15 U.S.C. § 1114 and 15 U.S.C. § 1125(a). The Court has supplemental jurisdiction over the state law claims pursuant to 28 U.S.C. § 1367(a) because they are substantially related to the claims that arise under Plaintiffs' Lanham Act claims. The Court also has subject-matter jurisdiction over this dispute pursuant to 28 U.S.C. § 1332(a) because there is complete diversity of citizenship and the amount in controversy exceeds $75,000, exclusive of costs and interest.

8. On information and belief, Color Fun Fest is subject to the Court's personal jurisdiction because it has specific contacts with Utah sufficiently related to The Color Run's causes of action to warrant the exercise of personal jurisdiction by the Court. Specifically, Color Fun Fest has transacted business within Utah, including by organizing, marketing, selling tickets to, and holding Color Fun Fest's paint race event in Salt Lake City, Utah, in July 2016.

9. On information and belief, venue is proper in this district pursuant to 28 U.S.C. § 1391 because a substantial part of the events giving rise to The Color Run's causes of action occurred in this district, and because Color Fun Fest is subject to the Court's personal jurisdiction.

GENERAL ALLEGATIONS

The Color Run

10. The Color Run is a wildly popular running-event brand known for holding light-hearted, high-energy race events in which thousands of participants wear white t-shirts and are showered with different colors of cornstarch paint at each kilometer mark. After the races, runners participate in post-race festivities involving music, dancing, and throwing paint. A photograph showing one of The Color Run's post-race events is displayed below.

11. The Color Run pioneered the concept of paint race events. The Color Run's races are not timed and take place in a non-competitive, party atmosphere. The Color Run's goal in creating its running events was to bring large groups of people together in a fun and inspirational community-type setting, to promote participants' health and wellness, to raise money for charities, and to act as a catalyst for participants to live active, healthy lifestyles.

12. With those goals in mind, The Color Run's paint race events are targeted to a broad demographic, including first-time runners, seasoned athletes, and individuals of all ages. More than half of The Color Run's participants are first-time 5K runners.

13. The Color Run's paint race events, which began in 2011, quickly became

popular throughout the United States and abroad, in part, due to The Color Run's significant efforts to organize and promote its events throughout the world.

14. Through its efforts of building and expanding its brand, The Color Run has become the leader in the "fun-running" space. The Color Run's primary event, marketed as "The Happiest 5K on the Planet," has been experienced by over six million runners worldwide in over 35 countries. The Color Run's worldwide promotion of these events is often branded with "color"-formative marks, such as the TropiColor Tour (2016) and the Color Run Dream Tour (2017).

15. As the popularity of The Color Run brand grew, The Color Run expanded its running events to include, among other events, The Color Run paint race events, as well as The Color Run Night and the Electric Run events. The Color Run offers more than 300 events in over 200 cities in more than 60 countries. The Color Run's running series is currently the largest in the world.

16. The Color Run's paint race events have been recognized and received acclaim from national and international television networks and publications such as *ESPN's SportsCenter*, *USA Today*, *Men's Health*, *Runner's.com*, *Cosmopolitan*, and *Self*. Nationally and internationally recognized brands have also teamed up with The Color Run to promote wellness and healthy lifestyles through The Color Run's events.

17. In addition to promoting worldwide health and wellness, The Color Run actively contributes to charitable organizations. The Color Run has raised donations for more than 80 local and national charities since its inception. To date, The Color Run has donated more than $5 million to charities.

The Color Run's COLOR-Formative Marks

18. The Color Run has established and developed a family of COLOR-formative marks in connection with its paint race events and related apparel and merchandise.

19. The Color Run's COLOR-formative marks include THE COLOR RUN, WILL RUN FOR COLOR, THE COLOR RUN NIGHT, IF LIFE HANDS YOU COLOR RUN WITH IT, COLOR YOUR RUN, COLOR RUNNER, COLOR ME HAPPY, COLOR MADNESS, COLOR 5, COLOR ZONE, and COLOR DASH (collectively, the "COLOR Family of Marks"). The table below identifies marks in the COLOR Family of Marks, which are registered with the U.S. Patent and Trademark Office:

Mark	Jurisdiction	Reg. No.	First Use (at least as early as)	Goods/Services
COLOR 5K	United States	85/556,782 4936967	02/29/2012 04/12/2016	Class 41: Athletic and sport event services, namely, organizing, arranging, and conducting running events and running competitions; providing a website featuring information on the sport of running and running events; providing online information in the fields of running and running events; providing online and electronic newsletters regarding running and running events.
COLOR DASH	United States	85/556,777 4936966	02/29/2012 04/12/2016	Class 41: Athletic and sport event services, namely, organizing, arranging, and conducting running events and running competitions; providing a website featuring information on the sport of running and running events; providing online information in the fields of running and running events; providing online and electronic newsletters regarding running and running events.
COLOR MADNESS	United States	85/551,252 4281769	02/23/2012 01/29/2013	Class 41: Athletic and sport event services, namely, organizing, arranging, and conducting running

				events and running competitions; providing a website featuring information on the sport of running and running events; providing online information in the fields of running and running events; providing online and electronic newsletters regarding running and running events.
COLOR ME HAPPY	United States	85/944,803	05/29/2013	Class 41: Athletic and sport event services, namely, organizing, arranging, and conducting running events and running competitions; providing a website featuring information on the sport of running and running events; providing online information in the fields of running and running events; providing online and electronic newsletters regarding running and running events.
COLOR RUNNER	United States	85/551,259 4297409	02/23/2012 03/05/2013	Class 41: Athletic and sport event services, namely, organizing, arranging, and conducting running events and running competitions; providing a website featuring information on the sport of running and running events; providing online information in the fields of running and running events; providing online electronic newsletters in the field of running and running events.
COLOR RUNNER	United States	86/110,202 4662006	11/05/2013 12/30/2014	Class 25: Clothing for athletic use, namely, shirts, caps, hats, sweat shirts, sweat bands, head bands.
COLOR YOUR RUN	United States	85/954,005	06/07/2013	Class 25: Clothing for athletic use, namely, shirts, caps, hats, sweat shirts, sweat bands, head bands.
COLOR YOUR RUN	United States	85/953,562 4474520	06/07/2013 01/28/2014	Class 41: Athletic and sport event services, namely, organizing, arranging, and conducting running events and running competitions; providing a website featuring information on the sport of running and running events; providing online information in the fields of running and running events; providing online electronic newsletters in the field of running and running events.
IF LIFE HANDS	United States	85/659,187	06/22/2012	Class 41: Athletic and sport event

YOU COLOR RUN WITH IT		4282997	01/29/2013	services, namely, organizing, arranging, and conducting running events and running competitions.
THE COLOR RUN	United States	87/136,994	08/12/2016	Class 35: Online retail store services featuring clothing, headwear, hair accessories, sunglasses, bags, water bottles, temporary tattoo packs, and stickers.
THE COLOR RUN	United States	85/552,443 4319781	02/24/2012 04/16/2013	Class 25: Clothing for athletic use, namely, shirts, caps, hats, sweat shirts, sweat bands, head bands.
THE COLOR RUN	United States	85/554,046 4535516	02/27/2012 05/27/2014	Class 41: Athletic and sport event services, namely, organizing, arranging, and conducting running events and running competitions; providing a website featuring information on the sport of running and running events; providing online information in the fields of running and running events; providing online and electronic newsletters regarding running and running events.
THE COLOR RUN NIGHT	United States	86/366,573 4,856,542	08/14/2014 11/17/2015	Class 25: Clothing for athletic use, namely, shirts, caps, hats, sweat shirts, sweat bands, head bands.
THE COLOR RUN NIGHT	United States	86/366,578 4828453	08/14/2014 10/06/2015	Class 41: Athletic and sport event services, namely, organizing, arranging, and conducting running events and running competitions; providing a website featuring information on the sport of running and running events; providing online information in the fields of running and running events; providing online and electronic newsletters regarding running and running events.
WILL RUN FOR COLOR	United States	85/659,173 4282994	06/22/2012 01/29/2013	Class 41: Athletic and sport event services, namely, organizing, arranging, and conducting running events and running competitions.

Copies of The Color Run's registrations for the COLOR Family of Marks are attached as Exhibit A.

20. The Color Run is the exclusive licensee of all right, title, and interest in and to the COLOR Family of Marks, including valid and enforceable registrations for the COLOR

Family of Marks.

21. The Color Run has established valuable trademark rights and goodwill in the COLOR Family of Marks by virtue of the use and registration of such marks, the expenditure of significant sums in advertising and promotional activities under those marks, and the substantial sales of services and products offered under those marks. Further, The Color Run has extensively used and invested in the COLOR Family of Marks, including using a variety of the marks in its advertising and promotional materials, with its apparel and merchandise, and in connection with its events.

22. The Color Run and the COLOR Family of Marks have achieved widespread public exposure, such that consumers readily associate the COLOR Family of Marks with The Color Run.

The Color Run's Products and Events

23. The Color Run's events are held in cities throughout the United States and the rest of the world.

24. In connection with its running events, The Color Run markets and sells a line of clothing and merchandise. The Color Run's clothing line includes t-shirts, hoodies, jackets, running pants, sweatpants, tank tops, shorts, tutus, socks and hats. The Color Run's merchandise includes, among other things, sunglasses, water bottles, bags, fanny packs, knapsacks, headbands, hair clips, phone cases, bandanas, wristbands, keychains, temporary tattoos, stickers, jewelry, and other products.

25. The Color Run's products and merchandise are offered at The Color Run's events and through The Color Run Store (store.thecolorrun.com), which is located through The

Color Run's website (the thecolorrun.com) ("The Color Run Website"). The images below are examples of The Color Run's merchandise branded with the COLOR Family of Marks:

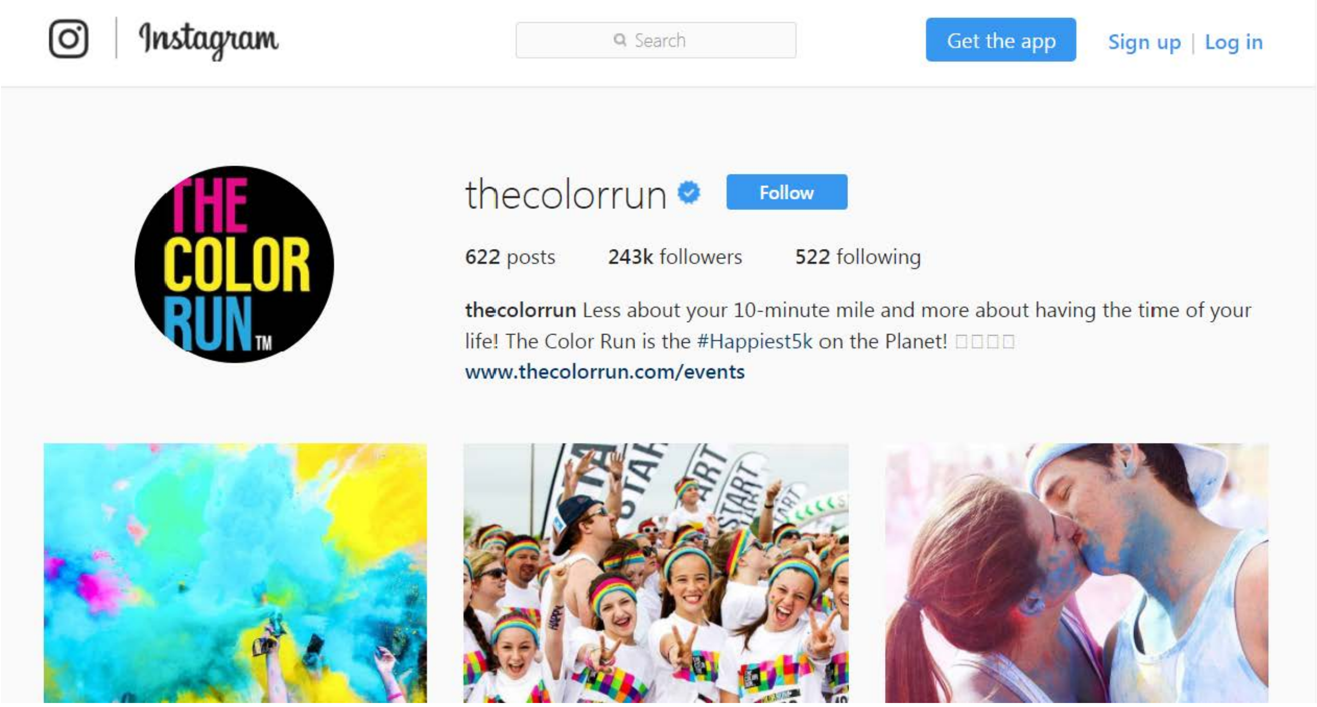
TATTOOS
THE COLOR RUN.
worry less run more
peace. love. color.
THE COLOR RUN
THE COLOR RUN
STUFF CUFF
WHAT IS THIS THING?
PEACE love COLOR
THE COLOR RUN
LIVE. RUN.

26. The Color Run Website receives approximately 45 million website visits annually. The COLOR Family of Marks is prominently displayed on The Color Run Website. The homepage for The Color Run Website is displayed below:

INTERNATIONAL
THE COLOR RUN
EVENTS
STORE
ABOUT
BLOG
GALLERY
PARTNERSHIP
JOIN THE LIST
SIGN UP NOW
UPCOMING EVENTS
VIEW ALL CITIES
MAY 27 FAYETTEVILLE, NC
MAY 27 NEW YORK CITY, NY
MAY 27 SAN JOSE, CA
JUN 4 CHICAGO, IL
JUN 10 LOUISVILLE, KY
JUN 11 BOSTON, MA
JUN 17 HERSHEY, PA
JUN 17 KANSAS CITY, MO
JUN 24 YPSILANTI, MI
JUN 25 PHILADELPHIA, PA
THE COLOR RUN
dream
PRESENTED BY
lay's
NEW FOAM ZONE
Get ready to run through fun foamy clouds that'll have you on Cloud Nine!
UNICORN MEDAL
This one-of-a-kind finisher's medal is as unique as the Color Runner that earns it!
FIND YOUR EVENT
The Color Run Dream Tour 2017
THIS IS THE YEAR WE DREAM TOGETHER
FIND A RUN
Find The Color Run near your city
WHAT IS THE COLOR RUN?
Learn about the Happiest 5k on the Planet
COLOR IN ACTION
Visit The Color Run Gallery
JOIN THE LIST
Sign up to get more info and special offers

27. The Color Run also promotes and advertises its products and events through various social media outlets, including Facebook, Instagram, and Twitter. The Color Run has gained a large, dedicated following through these social media sites. The Color Run's Facebook account has over 7.6 million followers, its Instagram account has over 242,000 followers, and its Twitter account has over 134,000 followers. The Color Run's social media pages conspicuously display the COLOR Family of Marks. The images below show examples of The Color Run's Facebook, Instagram, and Twitter pages:

THE COLOR RUN TM
The Color Run
@thecolorrun
Home
About
Photos
Events
Pinterest
Videos
Instagram
Twitter
YouTube
Likes
Posts
Shop
Offers
Create a Page
THE COLOR RUN dream
Like
Follow
Share
Sign Up
Message
Photos
Event
Community
Invite your friends to like this Page
5,746,703 people like this
5,630,893 people follow this
About
See All
888 855 6626567
Typically replies within a few hours
Send Message
TheColorRun.com


Instagram
Search
Get the app
Sign up | Log in
THE COLOR RUN TM
thecolorrun
Follow
622 posts 243k followers 522 following
thecolorrun Less about your 10-minute mile and more about having the time of your life! The Color Run is the #Happiest5k on the Planet!
www.thecolorrun.com/events

THE COLOR RUN
dream
PRESENTED BY Lay's
THE COLOR RUN TM
TWEETS 95K
FOLLOWING 311
FOLLOWERS 133K
LIKES 14.4K
LISTS 1
Follow
Tweets
Tweets & replies
Media
The Color Run
@TheColorRun
The biggest, the best... The #Happiest5k on the Planet! Check out our all-new 2017 #DreamInColors Tour! Learn more & SIGN UP @ TheColorRun.com
thecolorrun.com
Joined July 2011
The Color Run @TheColorRun · May 18
Can't wait to #DreamInColors in NYC next weekend! Come get colorful with us!
j.mp/TCRNYC
Citi Field @CitiField
#DreamInColors @TheColorRun @CitiField on May 27th.
Sign up here and have a blast running the #Happiest5K >>
atmlb.com/2rn5Azh

28. The Color Run's products and events offered, sold, and advertised in connection with the COLOR Family of Marks have generated substantial revenues. As a result, the Color Run has expended considerable resources in developing its intellectual property and perfecting its rights thereto. Because of those efforts, The Color Run's intellectual property has become extremely valuable.

Color Fun Fest's Infringement of the COLOR Family of Marks

29. Color Fun Fest's events and products attempt to trade off on the hard-earned goodwill and reputation of The Color Run, including, without limitation, by using marks that are identical to and/or likely to cause confusion with the COLOR Family of Marks.

30. Color Fun Fest organizes paint race events in connection with the COLOR FUN FEST mark, COLOR FUN FEST 5K mark, and other "color"-formative marks (together,

the "COLOR FUN Marks"). On information and belief, Color Fun Fest's events are held throughout the United States.

31. Similar to The Color Run's events, Color Fun Fest's events include runners starting the race with white t-shirts and then getting showered with different colors of cornstarch paint throughout the race. Like The Color Run, Color Fun Fest also holds day races and black-light night races. The runners also participate in a post-race event that includes music, dancing, and paint throwing. A photograph of Color Fun Fest's post-race event is displayed below.

COLOR TOSSES

32. Although Color Fun Fest's paint race events are marketed as a 5K, they are held on a 1.6 mile course. Color Fun Fest simply gives runners the "option of running the course once, twice, or even three times."

33. Color Fun Fest's events are marketed, similar to The Color Run's events, as "A Family Friendly 5K Color Run!" Color Fun Fest also promotes its events as supporting charities.

34. Color Fun Fest uses marketing themes similar to The Color Run's to promote its events: "Whether you are an avid runner, or first time 5K'er, you set your own pace for the

run"; and "You run, walk, or skip the colorful course, while having the time of your life with friends and family getting colors thrown around you! Then celebrating at the massive finish-line festival with music, color, food, drinks, vendors, and good vibes."

35. Color Fun Fest also owns and operates a website (http://colorfunfest5k.com/) through which it promotes and advertises its events (the "Color Fun Website"). Color Fun Fest also promotes and advertises its events and products through various social media outlets, including Facebook, Instagram, and Pinterest. Color Fun Fest's Facebook account has 350,379 followers; its Instagram account has 15,400 followers; and its Pinterest account has 795 followers.

36. Color Fun Fest's advertisements use many of the same color schemes as The Color Run's advertisements:

Color Fun Fest's Advertisement **The Color Run's Advertisement**

COLOR FUN FEST
DAY RUN
LOS ANGELES
APR 23RD 2016
THERE'S A BUNCH OF COLOR RUNS
BUT ONLY 1
COLOR + FUN + SHOW
NIGHT RUN
FESTIVAL
VISIT WWW.COLORFUNFEST5K.COM/LOS-ANGELES

THE COLOR RUN™
$5 OFF
With Code:
COLOR5OFF
SIGN UP @
TheColorRun.com
Find your city & Register!
The Happiest 5K ON THE PLANET

37. Color Fun Fest's use of the COLOR FUN Marks in connection with these events, and the associated promotional materials, is likely to create confusion, mistake, and/or

deception as to the association, sponsorship, and/or connection between Color Fun Fest and The Color Run and their respective events and products.

Color Fun Fest's Reputation

38. Color Fun Fest has a poor reputation amongst consumers. Color Fun Fest has an "F" rating with the Better Business Bureau (BBB). The BBB has received 76 customer complaints and 4 negative customer reviews relating to Color Fun Fest's events and services. Color Fun Fest has not received a single positive review, and it has a composite BBB score of 1 out of 5 stars—the lowest score possible. Many reviewers complain that Color Fun Fest refused to refund the participants' registration fees despite rescheduling the race for a different date and/or venue.

39. Color Fun Fest also received 1 out of 5 stars from reviewers on Yelp.com, with reviewers complaining that Color Fun Fest refused to refund their registration fees despite cancelling or rescheduling the race.

40. News stations in various states have run stories about Color Fun Fest's deceptive business practices. These news stations have reported that Color Fun Fest frequently reschedules its races for different venues and dates than those participants originally signed up for and, when participants seek a refund of their registration fees, Color Fun Fest refuses to provide customers with refunds based Color Fun Fest's "no refund policy."

41. News stations have also reported that upset customers have started a Color Fun Fest 5K Class Action Facebook page and filed complaints with the attorney general's office.

42. One news station reported that the charity to which Color Fun Fest purportedly contributes 100% of its profits, called "Just Care More," is actually run by the founder of Color

Fun Fest. The news stations also reported that "Just Care More" is not listed as a charity by the IRS or BBB.

The Color Run Discovers Color Fun Fest's Infringement

43. On or around February 22, 2017, The Color Run discovered that Color Fun Fest was using the COLOR FUN Marks and infringing the COLOR Family of Marks. Accordingly, The Color Run sent Color Fun Fest a letter informing it that its use of "color"-formative marks infringed The Color Run's COLOR Family of Marks and demanded, among other things, that Color Fun Fest immediately discontinue all existing uses of marks confusingly similar to The Color Run's trademarks, trade dress, or intellectual property.

44. Color Fun Fest did not respond in wiring to The Color Run's letter, but Color Fun Fest confirmed in a phone call with The Color Run's legal counsel that Color Fun Fest would not discontinue its use of the COLOR FUN FEST mark or any other marks confusingly similar to The Color Run's trademarks, trade dress, or intellectual property.

Color Fun Fest's Continued Use of the COLOR FUN Marks Will Harm The Color Run

45. If Color Fun Fest is permitted to continue its use of the COLOR FUN Marks, The Color Run will suffer irreparable harm and damage to its COLOR Family of Marks and its reputation and goodwill associated therewith. Color Fun Fest should not be permitted to reap the benefits of The Color Run's extensive efforts to build a valuable brand in its COLOR Family of Marks.

46. Color Fun Fest's use of the COLOR FUN Marks is also detrimental to the public's interest in being free from confusion as to the source, sponsorship, and/or affiliation between Color Fun Fest's events and products and The Color Run's events and products.

Specifically, Color Fun Fest's use of the COLOR FUN Marks is likely to cause confusion, mistake, and/or deception as to the source and/or origin of Color Fun Fest's events and products, and is likely to falsely suggest a sponsorship, connection, license, and/or association of Color Fun Fest and its events and products with The Color Run and its events and products.

FIRST CAUSE OF ACTION
(Trademark Infringement Under 15 U.S.C. § 1114)

47. The Color Run incorporates by reference the allegations set forth in the preceding paragraphs as though fully set forth herein.

48. The Color Run is the exclusive licensee of all right, title, and interest in and to the COLOR Family of Marks, including, without limitation, valid and enforceable registrations for the COLOR Family of Marks as set forth in the preceding paragraphs.

49. Color Fun Fest's use of the COLOR FUN Marks is likely to cause confusion and thus constitutes infringement of a registered mark in violation of 15 U.S.C. § 1114.

50. Color Fun Fest has used the COLOR FUN Marks in connection with goods and services, which Color Fun Fest has placed in interstate commerce by, among other things, marketing, selling, and distributing its products and services and holding its events throughout the United States.

51. Because The Color Run and Color Fun Fest offer similar products and events, Color Fun Fest's use of the COLOR FUN Marks is likely to cause confusion or mistake, or to deceive, in violation of Section 32(1) of the Lanham Act, 15 U.S.C. § 1114.

52. Color Fun Fest's use of the COLOR FUN Marks is also likely to cause initial interest and other confusion among customers and potential customers of The Color Run's goods and services.

53. On information and belief, as a direct and proximate result of Color Fun Fest's wrongful acts, The Color Run has suffered, is suffering, and will continue to suffer and/or is likely to suffer damages to its business reputation and goodwill.

54. Color Fun Fest's continued use of the COLOR FUN Marks, unless restrained, will cause irreparable injury to The Color Run. The Color Run has no adequate remedy at law and is entitled to an injunction restraining Color Fun Fest; its officers, agents, and employees; and all persons acting in concert with Color Fun Fest from engaging in further acts of infringement.

55. On information and belief, Color Fun Fest's activities were taken with knowledge of The Color Run's rights, and thus constitute deliberate, willful, and/or intentional infringement. As a result, The Color Run is entitled to treble damages pursuant to 15 U.S.C. § 1117, together with interest thereon, in an amount to be determined at trial.

56. The Color Run is also entitled to recover its reasonable attorneys' fees and costs associated with this action pursuant to 15 U.S.C. § 1117(a).

SECOND CAUSE OF ACTION
(Trademark Infringement Under 15 U.S.C. § 1125(a))

57. The Color Run incorporates by reference the allegations set forth in the preceding paragraphs as though fully set forth herein.

58. Color Fun Fest's actions as alleged herein constitute trademark infringement in violation of Section 43(a) of the Lanham Act, 15 U.S.C. § 1125(a).

59. The Color Run owns all right, title and interest and/or is the exclusive licensee of the registered COLOR Family of Marks, and the consuming public recognizes the COLOR

Family of Marks as being distinctive, and as identifiers of the high-quality products associated with The Color Run.

60. Notwithstanding The Color Run's well-known prior rights in the COLOR Family of Marks, Color Fun Fest has used and continues to use the COLOR FUN Marks in connection with competitive and related goods and services.

61. On information and belief, Color Fun Fest's use of the COLOR FUN Marks in connection with goods and services that directly compete with The Color Run's goods and services has caused, and is likely to continue to cause, confusion, mistake, and/or deception as to the origin, sponsorship, or approval of the products or services Color Fun Fest offers.

62. Color Fun Fest's use of the COLOR FUN Marks is also likely to cause at least initial interest and other confusion among users and potential users of The Color Run's goods and services.

63. Color Fun Fest will continue, unless enjoined, to cause irreparable harm and injury to the goodwill and reputation of The Color Run.

64. As a direct and proximate result of Color Fun Fest's wrongful acts, The Color Run has suffered actual damages in an amount to be determined at trial.

65. The Color Run is entitled to recover Color Fun Fest's profits as provided under Section 35 of the Lanham Act, 15 U.S.C. § 1117(a). The Color Run is also entitled to recover its reasonable attorneys' fees associated with this action pursuant to 15 U.S.C. § 1117(a).

THIRD CAUSE OF ACTION
(False Designation of Origin Under 15 U.S.C. § 1125(a))

66. The Color Run incorporates by reference the allegations set forth in the preceding paragraphs as though fully set forth herein.

67. Color Fun Fest's actions as alleged herein constitute a false designation of origin, affiliation, or sponsorship in violation of 15 U.S.C. § 1125(a).

68. Color Fun Fest's use of the COLOR FUN Marks is likely to cause confusion and thus constitutes a false designation of origin, affiliation, and/or sponsorship, and a false designation or representation that wrongfully and falsely designates Color Fun Fest's products and services as originating from the same source as those of The Color Run, or as being associated, affiliated, or connected with or approved or sponsored by The Color Run.

69. As a direct and proximate result of Color Fun Fest's wrongful acts, The Color Run has suffered, is suffering, and will continue to suffer and/or is likely to suffer damage to its trademarks, business reputation, and goodwill.

70. Color Fun Fest's continued use, unless restrained, of the COLOR FUN Marks will cause irreparable damage to The Color Run. The Color Run has no adequate remedy at law and is entitled to an injunction restraining Color Fun Fest; its officers, agents, and employees; and all persons acting in concert with Color Fun Fest from engaging in further acts of false designation of origin, affiliation, or sponsorship.

71. On information and belief, Color Fun Fest's actions were taken with knowledge of The Color Run's rights, and thus constitute deliberate, willful, and/or intentional infringement. As a result, The Color Run is entitled to treble damages and attorneys' fees.

FOURTH CAUSE OF ACTION
(Common Law Trademark Infringement)

72. The Color Run incorporates by reference the allegations set forth in the preceding paragraphs as though fully set forth herein.

73. The Color Run owns all right, title and interest in and/or is the exclusive licensee of the COLOR Family of Marks, and the consuming public recognizes the COLOR Family of Marks as being distinctive, and as an identifier of the high-quality products and events associated with The Color Run.

74. The Color Run's COLOR Family of Marks are arbitrary and have acquired secondary meaning.

75. Notwithstanding The Color Run's well-known prior rights to the COLOR Family of Marks, Color Fun Fest uses and has used the COLOR FUN Marks in connection with its products and events by selling products and events that directly compete with The Color Run's products and events.

76. Color Fun Fest's use of the COLOR FUN Marks in connection with its products and events is likely to cause confusion, mistake, and/or deception as to the origin, sponsorship, or approval of such products and events.

77. Color Fun Fest's use of the COLOR FUN Marks is also likely to cause initial interest and other confusion among customers and potential customers of The Color Run's products and events.

78. Color Fun Fest's actions constitute common law trademark infringement.

79. Color Fun Fest will continue, unless enjoined, to cause irreparable harm and injury to the goodwill and reputation of The Color Run.

80. As a direct and proximate result of Color Fun Fest's wrongful acts, The Color Run is entitled to actual damages in an amount to be determined at trial.

FIFTH CAUSE OF ACTION
(Trademark Infringement Under Utah Code § 70-3a-402)

81. The Color Run incorporates by reference the allegations set forth in the preceding paragraphs as though fully set forth herein.

82. The Color Run owns or is the exclusive licensee of valid registrations for the COLOR Family of Marks as set forth above.

83. Notwithstanding The Color Run's prior rights in the COLOR Family of Marks, Color Fun Fest uses and has used a reproduction, counterfeit, copy, and/or colorable imitation of the COLOR Family of Marks without The Color Run's consent in connection with the sale, distribution, offering for sale, and advertising of similar products and events.

84. On information and belief, Color Fun Fest uses and continues to use the reproductions, counterfeits, copies, and/or colorable imitations of the COLOR Family of Marks with the intent to deceive or to cause confusion or mistake.

85. Color Fun Fest's actions constitute trademark infringement in violation of Utah Code § 73-3a-402.

86. As a direct and proximate result of Color Fun Fest's wrongful acts, The Color Run has suffered pecuniary damages in an amount to be determined at trial.

87. On information and belief, Color Fun Fest's activities were taken in bad faith or with knowledge of The Color Run's rights and thus constitute deliberate, willful, and/or intentional infringement. The Color Run is therefore entitled to the remedies in Utah Code § 70-3a-404, including treble profits and/or damages, attorneys' fees, and costs.

SIXTH CAUSE OF ACTION
(Unfair Competition Under Utah Code § 13-5a-102(4))

88. The Color Run incorporates by reference the allegations set forth in the preceding paragraphs as though fully set forth herein.

89. Color Fun Fest is a competitor of The Color Run and has engaged in unfair competition under Section 13-5a-102(4) of the Utah Unfair Competition Act.

90. Color Fun Fest has engaged in unfair competition by intentionally infringing The Color Run's COLOR Family of Marks.

91. Color Fun Fest's acts and practices have led to a material diminution in value of The Color Run's intellectual property, including The Color Run's COLOR Family of Marks.

92. As a direct and proximate result of Color Fun Fest's conduct, The Color Run is entitled to recover actual damages in an amount to be proven at trial.

93. The Color Run is also entitled to its attorneys' fees and pre- and post-judgment interest, as provided by law.

94. The Color Run is entitled to punitive damages under Utah Code § 13-5a-103(1)(b)(iii) as a result of Color Fun Fest's intentional, deliberate, and malicious conduct.

SEVENTH CAUSE OF ACTION
(Intentional Interference with Economic Relations)

95. The Color Run incorporates by reference the allegations set forth in the preceding paragraphs as though fully set forth herein.

96. On information and belief, Color Fun Fest intentionally interfered with The Color Run's existing and potential economic relations by selling goods and services to customers

who were lured to Color Fun Fest Website by Color Fun Fest's use of marks confusingly similar to the COLOR Family of Marks.

97. Color Fun Fest's use of the COLOR FUN Marks to attract customers constitutes improper means.

98. As a direct and proximate result of Color Fun Fest's wrongful acts, The Color Run has suffered and continues to suffer damages in an amount to be determined at trial.

99. Based on the foregoing, The Color Run is entitled to declaratory, injunctive, and monetary relief against Color Fun Fest, along with its attorneys' fees and costs.

PRAYER FOR RELIEF

WHEREFORE, The Color Run respectfully request that the Court enter judgment against Color Fun Fest as follows:

On the First Cause of Action

1. For a declaration that Color Fun Fest's use of the COLOR FUN Marks violates Section 32(1) of the Lanham Act, 15 U.S.C. § 1114;

2. For an order preliminarily and permanently enjoining Color Fun Fest and its officers, agents, representatives, employees, attorneys, successors, assigns, affiliates, and any persons in active concert or participation with any of them from: (a) infringing the COLOR Family of Marks; (b) registering and/or using any trademark for service mark that is identical or confusingly similar to the COLOR Family of Marks; and (c) using the COLOR FUN Marks or confusingly similar marks in conjunction with Color Fun Fest's products or events;

3. For an order instructing the Color Fun Fest Website and social-media site hosts to permanently remove any content using (a) the COLOR Family of Marks, or (b) the COLOR FUN Marks;

4. For damages in an amount to be determined at trial equal to Color Fun Fest's profits derived from, and The Color Run's damages as a result of, Color Fun Fest's wrongful acts, or for statutory damages in an amount to be determined at trial;

5. For an award of The Color Run's costs and reasonable attorneys' fees for this action; and

6. For an amount equal to three times Color Fun Fest's profits derived from, and The Color Run's damages as a result of, Color Fun Fest's wrongful acts, and interest thereon.

On the Second Cause of Action

1. For a declaration that Color Fun Fest's use of the COLOR FUN Marks in connection with its products and events violates Section 43(a) of the Lanham Act, 15 U.S.C. § 1125(a);

2. For an order preliminarily and permanently enjoining Color Fun Fest and its officers, agents, representatives, employees, attorneys, successors, assigns, affiliates, and any persons in active concert or participation with any of them from: (a) infringing the COLOR Family of Marks; (b) registering and/or using any trademark for service mark that is identical or confusingly similar to the COLOR Family of Marks; and (c) using the COLOR FUN Marks or confusingly similar marks in conjunction with Color Fun Fest's products or events;

3. For an order instructing the Color Fun Fest Website and social-media site hosts to permanently remove any content using (a) the COLOR Family of Marks, or (b) the COLOR FUN Marks;

4. For an award of damages in favor of The Color Run and against Color Fun Fest in an amount to be proven at trial, but not less than $75,000;

5. For an award of The Color Run's costs and reasonable attorneys' fees for this action; and

6. For damages in the amount of three times the greater of Color Fun Fest's profits derived from, or The Color Run's damages as a result of, Color Fun Fest's wrongful acts, and interest thereon.

On the Third Cause of Action

1. For a declaration that Color Fun Fest's use of the COLOR FUN Marks constitutes false designation of origin in violation of Section 43(a) of the Lanham Act, 15 U.S.C. § 1125;

2. For an order preliminarily and permanently enjoining Color Fun Fest and its officers, agents, representatives, employees, attorneys, successors, assigns, affiliates, and any persons in active concert or participation with any of them from: (a) infringing the COLOR Family of Marks; (b) registering and/or using any trademark for service mark that is identical or confusingly similar to the COLOR Family of Marks; and (c) using the COLOR FUN Marks or confusingly similar marks in conjunction with Color Fun Fest's products or events;

3. For an order instructing the Color Fun Fest Website and social-media site hosts to permanently remove any content using (a) the COLOR Family of Marks, or (b) the COLOR FUN Marks;

4. For an award of damages in favor of The Color Run and against Color Fun Fest in an amount to be proven at trial, but not less than $75,000;

5. For The Color Run's reasonable attorneys' fees and costs in bringing this action; and

6. For damages in the amount of three times the greater of Color Fun Fest's profits derived from, or The Color Run's damages as a result of, Color Fun Fest's wrongful acts, and interest thereon.

On the Fourth Cause of Action

1. For a declaration that Color Fun Fest's use of the COLOR FUN Marks infringes The Color Run's common law rights in the COLOR Family of Marks;

2. For an order preliminarily and permanently enjoining Color Fun Fest and its officers, agents, representatives, employees, attorneys, successors, assigns, affiliates, and any persons in active concert or participation with any of them from: (a) infringing the COLOR Family of Marks; (b) registering and/or using any trademark for service mark that is identical or confusingly similar to the COLOR Family of Marks; and (c) using the COLOR FUN Marks or confusingly similar marks in conjunction with Color Fun Fest's products or events;

3. For an order instructing the Color Fun Fest Website and social-media site hosts to permanently remove any content using (a) the COLOR Family of Marks, or (b) the COLOR FUN Marks;

4. For an award of damages in favor of The Color Run and against Color Fun Fest in an amount to be proven at trial, but not less than $75,000;

5. For The Color Run's reasonable attorneys' fees and costs in bringing this action; and

6. For damages in the amount of three times the greater of Color Fun Fest's profits derived from, or The Color Run's damages as a result of, Color Fun Fest's wrongful acts, and interest thereon.

On the Fifth Cause of Action

1. A finding that Color Fun Fest has infringed the COLOR Family of Marks under Utah Code § 70-3a-402;

2. For an order preliminarily and permanently enjoining Color Fun Fest and its officers, agents, representatives, employees, attorneys, successors, assigns, affiliates, and any persons in active concert or participation with any of them from: (a) infringing the COLOR Family of Marks; (b) registering and/or using any trademark for service mark that is identical or confusingly similar to the COLOR Family of Marks; and (c) using the COLOR FUN Marks and confusingly similar marks in conjunction with Color Fun Fest's products or events;

3. For an order instructing the Color Fun Fest Website and social-media site hosts to permanently remove any content using (a) the COLOR Family of Marks, or (b) the COLOR FUN Marks;

4. For an award of damages in an amount to be determined at trial, but not less than an amount equal to Color Fun Fest's profits derived from its wrongful use, display, advertising, or sale of goods or events bearing any of the COLOR Family of Marks, or all

damages suffered by The Color Run as a result of Color Fun Fest's wrongful use, display, advertising, or sale of goods or events bearing any of the COLOR Family of Marks;

5. For an award of damages equal to three times Color Fun Fest's profits derived from, and The Color Run's damages as a result of, Color Fun Fest's wrongful acts, and interest thereon; and

6. For an award of The Color Run's reasonable attorneys' fees and costs pursuant to Utah Code § 70-3a-404(3).

On the Sixth and Seventh Causes of Action

1. For a declaration that Color Fun Fest's use of the COLOR FUN Marks in connection with its products and events constitutes unfair competition under Utah Code § 13-5a-102(4) and intentional interference with economic relations in violation of the common law;

2. For an order preliminarily and permanently enjoining Color Fun Fest and its officers, agents, representatives, employees, attorneys, successors, assigns, affiliates, and any persons in active concert or participation with any of them from: (a) infringing the COLOR Family of Marks; (b) registering and/or using any trademark for service mark that is identical or confusingly similar to the COLOR Family of Marks; and (c) using the COLOR FUN Marks or confusingly similar marks in conjunction with Color Fun Fest's products or events;

3. For an order instructing the Color Fun Fest Website and social-media site hosts to permanently remove any content using (a) the COLOR Family of Marks, or (b) the COLOR FUN Marks;

4. For an award of damages in favor of The Color Run and against Color Fun Fest in an amount to be proven at trial, but not less than $75,000;

5. For an amount to be determined at trial equal to Color Fun Fest's profits derived from, and The Color Run's damages as a result of, Color Fun Fest's wrongful acts; and

6. For an award of punitive damages.

DEMAND FOR JURY TRIAL

The Color Run demands a jury trial of all issues in this action triable as of right by a jury.

DATED: May 23, 2017.

STOEL RIVES LLP

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